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(Requestor's Name)

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(City/State/Zip/Phone #)

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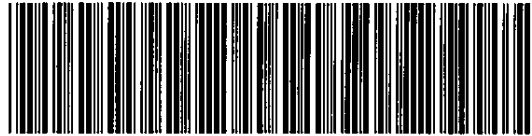
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**ARTICLES OF ORGANIZATION  
OF  
BOTTOMS UP GENTLEMEN'S CLUB, LLC**

The undersigned hereby certifies that she is the Authorized Representative of the Member who is forming a Limited Liability Company under Florida Statutes Chapter 608. The following Articles of Organization are hereby adopted.

**ARTICLE I.  
NAME**

The name of the Limited Liability Company shall be BOTTOMS UP GENTLEMEN'S CLUB, LLC.

**ARTICLE II.  
DURATION; EFFECTIVE DATE**

This Limited Liability Company shall exist perpetually, commencing as of the date on which these Articles of Organization are filed with the State of Florida Department of State.

**ARTICLE III.  
ADDRESS; PRINCIPAL OFFICE**

The mailing address of the Limited Liability Company and the street address of the principal office of the Limited Liability Company is 549 Broadway, Dunedin, FL 34698.

**ARTICLE IV.  
INITIAL REGISTERED AGENT**

The name of the initial registered agent of the Limited Liability Company is Mary Sue Beeler whose address is 25 Second Street North, Suite 320, St. Petersburg, Florida 33701-3362.

**ARTICLE V.  
PURPOSE**

This Limited Liability Company may engage in any activity or business permitted under the laws of the United States of America and of this State.

**ARTICLE VI.  
MANAGEMENT**

Management of the Limited Liability Company is reserved to


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its sole Member.

The undersigned, being the Authorized Representative of the sole initial Member of the Limited Liability Company, hereby certifies that the foregoing constitutes the Articles of Organization of BOTTOMS UP GENTLEMEN'S CLUB, LLC.

Executed by the undersigned on this 10 day of August, 2007.


AUTHORIZED REPRESENTATIVE THE  
SOLE MEMBER

  
Mary Sue Beeler

**ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT**  
**ACKNOWLEDGMENT OF REGISTERED AGENT**

Pursuant to Section 608.415, Florida Statutes, I agree to act in the capacity of Registered Agent for BOTTOMS UP GENTLEMEN'S CLUB, LLC and will comply with the provisions of all statutes relative to the proper and complete performance of my duties. I am familiar with and accept the obligations of Section 608.415, Florida Statutes.

DATED this 10 day of August, 2007.

  
Mary Sue Beeler

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